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SURFACE TRANSPORTATION BOARD

TEL: (860) 434-4301 FAX: (860) 434-4306

October 17, 2005

Mr. Vernon A. Williams Secretary Surface Transportation Board 1725 K Street N.W. Room 714 Washington, D.C. 20423

Dear Mr. Williams:

ADMITTED IN CONNECTICUT

AND MASSACHUSETTS

I represent Housatonic Logistics Company, LLC. Enclosed is an original and one counterpart of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Memorandum of Option Agreement, a primary document dated August 4, 2005, between the following parties:

Optionor:

Global One Transport, Inc.

3340 Camp Bowie Blvd. Suite 200

Fort Worth, Texas 76107

Optionee:

Housatonic Logistics Company, LLC

8 Davis Road West

P.O. Box 687

Old Lyme, Connecticut 06371

Equipment: 100 Gondolas with an AAR mechanical designation of GT bearing various non-consecutive numbers between HRLX 94001 and HRLX 94200 to be remarked with corresponding non-consecutive numbers between AEPX 94001 and AEPX 94200 as set forth in Exhibit A of the Memorandum of Option Agreement

The filing fee of \$33.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

Edward J. Rodriguez Attorney at Law P.O. Box 687 Old Lyme, Connecticut 06371 Mr. Vernon A. Williams Secretary Surface Transportation Board October 17, 2005

Summary: This document is a Memorandum of an Option Agreement under the terms of which Housatonic Logistics Company, LLC may purchase the equipment described in Exhibit A of the Memorandum of Option Agreement. As of the date of the Option Agreement the equipment was marked with 100 non-consecutive numbers between HRLX 94001 and HRLX 94200 and is to be remarked with corresponding non-consecutive numbers between AEPX 94001 and AEPX 94200 as set forth in Exhibit A of the Memorandum.

Very truly yours,

Edward J. Rodriguez

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**SURFACE TRANSPORTATION BOARD** 

## MEMORANDUM OF OPTION AGREEMENT

This Memorandum of Option Agreement ("Memorandum of Option Agreement") made and entered into as of August 4, 2005 is intended to evidence an Option Agreement dated as of August 4, 2005 (the "Option Agreement") by and between GLOBAL ONE TRANSPORT, INC., a Texas corporation, ("Optionor") and HOUSATONIC LOGISTICS COMPANY, LLC, a Connecticut limited liability company ("Optionee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under 49 U.S.C. 11301. Optionee has the right to purchase from Optionor, its successors and assigns, at a price and upon terms set forth in the Option Agreement, the one hundred railcars described in Schedule A attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Assignment Agreement to be executed and delivered by their duly authorized representatives as of the date set forth above.

GLOBAL ONE TRANSPORT, INC.

Russell D. Dial

Vice President

HOUSATONIC LOGISTICS COMPANY, LLC

Edward J. Rodriguez

Member



STATE OF TEXAS	)
	) SS:
COUNTY OF	)

On this day of August, 2005 before me the subscriber, ANDY TICALLS, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Russell D. Dial, to me personally known, who stated and acknowledged that he is the Vice President of Global One Transport, Inc., a Texas Corporation, and duly authorized by authority of the Board of Directors or By-laws of said corporation in his capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this <u>30</u> day of August, 2005.

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<b>⟨</b> ⟨ <b>⟨</b> ⟩°	MY COMMISSION EXPIRES	
11.5	11-12-2005	
-	Market Committee (Market Committee) Committee	J 👙

Notary Public

My commission expires:

STATE OF CONNECTICUT	)	
	)	SS:
COUNTY OF NEW LONDON	)	

On this 4th day of August, 2005, before me the subscriber, Cornelia Jane Chapin, a notary public, duly qualified and acting, within and for said County and State, appeared in person the within named Edward J. Rodriguez, to me personally known, who stated and acknowledged that he is a Member of Housatonic Logistics Company, LLC, a Connecticut limited liability company, and duly authorized by authority of the Members or By-laws of said limited liability company in his capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said company and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said company, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_\_ day of August, 2005.

Cornelia Jane Chapir

Notary Public

My commission expires: 04/30/2008

Exhibit A - Memorandum of Option Agreement - Housatonic Logistics Company, LLC to Global One Transport, Inc. 4-Aug-05

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HRLX         94033         AEPX         94037           HRLX         94037         AEPX         94037           HRLX         94038         AEPX         94038           HRLX         94040         AEPX         94040           HRLX         94041         AEPX         94041           HRLX         94042         AEPX         94042           HRLX         94043         AEPX         94043           HRLX         94045         AEPX         94045           HRLX         94050         AEPX         94050           HRLX         94050         AEPX         94050           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94050           HRLX         94053         AEPX         94053           HRLX         94054         AEPX         94055           HRLX         94054         AEPX         94057           HRLX         94058         AEPX         94058           HRLX         94064         AEPX         94064           HRLX         94065         AEPX				
HRLX         94037         AEPX         94037           HRLX         94038         AEPX         94038           HRLX         94040         AEPX         94040           HRLX         94041         AEPX         94041           HRLX         94042         AEPX         94042           HRLX         94043         AEPX         94043           HRLX         94050         AEPX         94050           HRLX         94050         AEPX         94050           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94050           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94053           HRLX         94053         AEPX         94053           HRLX         94054         AEPX         94055           HRLX         94054         AEPX         94057           HRLX         94064         AEPX         94062           HRLX         94064         AEPX         94066           HRLX         94066         AEPX				
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HRLX 94042 AEPX 94042 HRLX 94043 AEPX 94043 HRLX 94045 AEPX 94045 HRLX 94050 AEPX 94050 HRLX 94053 AEPX 94057 HRLX 94057 AEPX 94057 HRLX 94058 AEPX 94057 HRLX 94058 AEPX 94058 HRLX 94059 AEPX 94059 HRLX 94062 AEPX 94062 HRLX 94066 AEPX 94066 HRLX 94066 AEPX 94066 HRLX 94067 AEPX 94066 HRLX 94067 AEPX 94067 HRLX 94072 AEPX 94072 HRLX 94073 AEPX 94073 HRLX 94074 AEPX 94074 HRLX 94078 AEPX 94074 HRLX 94081 AEPX 94081 HRLX 94086 AEPX 94086 HRLX 94086 AEPX 94086 HRLX 94086 AEPX 94086 HRLX 94087 AEPX 94087 HRLX 94088 AEPX 94088 HRLX 94090 AEPX 94090 HRLX 94091 AEPX 94091 HRLX 94091 AEPX 94091 HRLX 94092 AEPX 94091 HRLX 94096 AEPX 94096 HRLX 94096 AEPX 94096 HRLX 94096 AEPX 94096 HRLX 94096 AEPX 94096 HRLX 94102 AEPX 94096 HRLX 94102 AEPX 94102 HRLX 94103 AEPX 94103	HRLX	94041		94041
HRLX         94043         AEPX         94043           HRLX         94045         AEPX         94045           HRLX         94050         AEPX         94050           HRLX         94053         AEPX         94053           HRLX         94057         AEPX         94057           HRLX         94058         AEPX         94058           HRLX         94059         AEPX         94059           HRLX         94062         AEPX         94062           HRLX         94062         AEPX         94062           HRLX         94064         AEPX         94064           HRLX         94065         AEPX         94064           HRLX         94065         AEPX         94065           HRLX         94066         AEPX         94066           HRLX         94067         AEPX         94067           HRLX         94072         AEPX         94072           HRLX         94073         AEPX         94073           HRLX         94074         AEPX         94074           HRLX         94078         AEPX         94074           HRLX         94081         AEPX		94042		
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HRLX         94064         AEPX         94064           HRLX         94065         AEPX         94065           HRLX         94066         AEPX         94066           HRLX         94067         AEPX         94067           HRLX         94072         AEPX         94072           HRLX         94073         AEPX         94073           HRLX         94074         AEPX         94074           HRLX         94078         AEPX         94078           HRLX         94081         AEPX         94081           HRLX         94084         AEPX         94084           HRLX         94086         AEPX         94086           HRLX         94087         AEPX         94087           HRLX         94088         AEPX         94088           HRLX         94090         AEPX         94090           HRLX         94092         AEPX         94092           HRLX         94094         AEPX         94094           HRLX         94095         AEPX         94096           HRLX         94096         AEPX         94096           HRLX         94102         AEPX	<u> </u>			
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HRLX	94198	AEPX	94031
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